**ECHELON CORP** 

Form 4

October 17, 2007

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Check this box if no longer

subject to Section 16. Form 4 or

Form 5 obligations

may continue. See Instruction

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1(b).

Common

Common

Common

Common

Common

Stock

Stock

Stock

Stock

Stock

1. Name and Address of Reporting Person \* **OSHMAN M KENNETH** 

10/09/2007

2. Issuer Name and Ticker or Trading

**OMB APPROVAL** 

OMB Number:

3235-0287

January 31, Expires:

2005 Estimated average burden hours per

response...

5. Relationship of Reporting Person(s) to

Indirect (I)

(Instr. 4)

I

I

Ι

I

I

(Instr. 4)

By Trust (1)

By Trust (2)

By Trust (3)

By Trust (4)

By Trust (5)

Following

Reported

Transaction(s)

(Instr. 3 and 4)

3,545,735

333,661

266,339

333,661

266,339

(A)

or

(D)

D

Price

\$0

Amount

V 50,000

0.5

Issuer Symbol ECHELON CORP [ELON] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) \_X\_\_ Director X\_\_ 10% Owner X\_ Officer (give title Other (specify 550 MERIDIAN AVE, 10/09/2007 below) Chairman of the Board & CEO (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) Form filed by One Reporting Person \_X\_ Form filed by More than One Reporting SAN JOSE, CA 95126 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of Securities Ownership Indirect (Instr. 3) Code (D) Beneficially Form: Direct Beneficial (Month/Day/Year) (Instr. 3, 4 and 5) Owned Ownership (Instr. 8) (D) or

Code

G

## Edgar Filing: ECHELON CORP - Form 4

Common By Partnership

Stock 400,420 1 Faithersh (6)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac Code (Instr. 8	5. tionNumber of ) Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	3	ate	7. Title Amou Under Securi (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)
				Code '	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

# **Reporting Owners**

Oshman

Reporting Owner Name / Address	Relationships					
reporting owner runner runners	Director	10% Owner	Officer	Other		
OSHMAN M KENNETH 550 MERIDIAN AVE SAN JOSE, CA 95126	X	X	Chairman of the Board & CEO			
O S VENTURES C/O M KENNETH OSHMAN ECHELON CORP., 550 MERIDIAN AVE SAN JOSE, CA 95126		X				
OSHMAN TRUST DATED 7 10 1979 C/O M KENNETH OSHMAN ECHELON CORP., 550 MERIDIAN AVE SAN JOSE, CA 95126		X				
Signatures						

/s/ Oliver R. Stanfield, attorney-in-fact for M. Kenneth

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10/17/2007

\*\*Signature of Reporting Person

Date

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The shares are held by the Oshman Trust dated July 10, 1979, of which the Reporting Person and his spouse, Barbara S. Oshman, serve as co-trustees.
- (2) The shares are held by the M. Kenneth Oshman Annuity Trust dated February 14, 2006 (the "K. Oshman 2006 Annuity Trust").
  - The shares are held by the M. Kenneth Oshman Annuity Trust II dated February 15, 2007 (the "K. Oshman 2007 Annuity Trust"). These
- (3) shares were previously reported as indirectly beneficially owned by the K. Oshman 2006 Annuity Trust and were transferred from the K. Oshman 2006 Annuity Trust to the K. Oshman 2007 Annuity Trust on February 15, 2007.
- (4) The shares are held by the Barbara S. Oshman Annuity Trust dated February 14, 2006 (the "B. Oshman 2006 Annuity Trust").
  - The shares are held by the Barbara S. Oshman Annuity Trust II dated February 15, 2007 (the "B. Oshman 2007 Annuity Trust"). These
- (5) shares were previously reported as indirectly beneficially owned by the B. Oshman 2006 Annuity Trust and were transferred from the B. Oshman 2006 Annuity Trust to the B. Oshman 2007 Annuity Trust on February 15, 2007.
- (6) The shares are held by O-S Ventures, a general partnership, of which the Reporting Person is general partner.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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